

VISIT...

LANZAROTE
Caliente.COM



DIRECT EDITION



\$3.95 US \$5.35 CAN

MARVEL
FEB • 1
ALL NEW
X-MEN
SPECIAL
EVENT

X-MEN

ALPHA



A NEW WORLD! A NEW BEGINNING!



Welcome to
SEATTLE.



It should
be raining.



Certainly, the
man reaching
upward thinks
so.



Though a sudden
downpour might
slicken his climb,
surely...



...surely...



...it would
cut the
stench.



For years, he has followed the *INFINITES'* trail of genocide.

Like those who order the cullings, he is not of the humans.

The non-mutants were warned to flee. Most of them had. North America was no longer the province of the *HOMO SAPIENS*.

Nevertheless, many humans refused to leave their homeland.



At the site of the
horrific culling,
a dim recollection
stirs within him...

...a memory of
another time...
a time of...

...of...
what?

A feeling.
He had a name
for it once...

...but he no longer
remembers
what it was.



And though he
cannot condone
their obstinance...



...he finds it
impossible not
to pity them.

He invokes a
moment of silence
on their behalf.



It does
not last.

MA-
MAAAA!



The girl runs as if the **HOUNDS OF HELL** themselves were on her tail.

Even in her panic, she is a **perceptive child**.



MAAA
-UNNFF-



->a-HUH--

->a-HUH--

THEY'RE
COMIN' -
THEY'RE
COMININ'!

->a-HUH--

THEY
GOT MAMA
->AHUH-- AND
DADDY ->AHUH--
THEY GOT 'EM
ALL AND WE'RE
GUH-GONNA
DIE!



He is not of
the humans.

Nevertheless,
he silently cradles
the thrashing
child in his arms.

MISTER,
DON'T...

... DON'T
LET ME
DIE...



And in doing so,
gives her the feeling
he himself could
not before place.

He gives
her hope.

Sadly...
...this too
will pass.

Noooo!

THEY'RE...

...THEY'RE
HERE...

THERE
SHE IS,
LORD
UNUS!

THERE
STANDS THE
RUNAWAY
URCHIN.

HEL-LO!

I SEE
HER. I ALSO
SEE THAT SHE'S
MADE A
FRIEND...

--SIGH--

I ASK
YOU TO DO
ONE LITTLE
THING. JUST
ONE.

I ASK
YOU TO
EXTERMINATE
EVERY VESTIGE
OF HUMAN LIFE
IN THE AREA.

I
CAN'T
EVEN GET
THIS.





HE... HE
ABSORBS MY
POWER?

IMPOSSIBLE...
UNLESS HE,
TOO...

... IS A
MUTANT!

NO...!

INFINITES—
THE STRANGER
IS A TRAITOR TO
HIS RACE!

KILL
HIM!

THAT'S IT,
STRANGER—
SCREAM—FOR
MERCY!

WE ARE
THE INFINITES—
ENFORCERS OF
PURITY, SWORDS
OF JUSTICE!

WHIMPER
LIKE THE DOG
YOU ARE AS WE
CARVE THE FLESH FROM
YOUR—

GENTLEMEN,
WE'RE ON A
CLOCK HERE!
JUST
KILL
HIM!

NOT SO
FAST.



AFTER
ALL... WE
"TRAITORS"
LIKE T-STICK
TOGETHER.



DO ANY
OF Y'ALL
RECOGNIZE THE
STRANGER?

ONLY
FOR WHAT HE
IS, ROGUE -- LIKE
OURSELVES, A
MUTANT PERSECUTED
AND HUNTED BY
HIS OWN KIND.

STEP
AWAY FROM
HIM, UNUS --
NOW!

SO
SAY THE

X-MEN!

STAN LEE
proudly presents

A NEW ERA IN
THE LIVES OF THE **AMAZING X-MEN**

BEGINNINGS...

story **SCOTT LOBDELL**
dialogue **MARK WAID**

pencils **ROGER CRUZ** w/ **STEVE EPTING**
inks **TIM TOWNSEND** w/ **DAN PANOSIAN**

letters **STARKINGS** w/
the **COMICRAFTSMEN**

colors **STEVE BUCCELLATO**
w/ the **ELECTRIC CRAYONS**

editor **BOB HARRAS**
chief **TOM DeFALCO**



HE
AIN'T
LISTENIN',
BOSS.

HOW
'BOUT WE
LET WILD
CHILD BACK
'EM OFF?

SIC-
'EM,
BOY!



OH,
LORD...

ARE YOU
WHINNIN'? THIS
IS LIKE WINNIN'
A LOTTERY,
SOLDIERBOY!

WE'RE
ABOUT TO BE
THE FEDAYEEN
WHO BAGGED
THE X-MEN!

HE'S
RIGHT!
WHAT'S TO
BE SCARED
OFF?



But Blink's plea for mercy goes unheeded. Sabretooth is as savage as ever —



— and Rogue —



— More so!



And though she cannot be everywhere at once —



MY! WHAT A BIG SPEAR YOU HAVE, MEIN FREUND!

WHAT THE--P



— she knows she can count on the teleporting NIGHTCRAWLER to watch her back!

I'LL TAKE THAT!
DANKÉ.



I... I
SURRENDER!

REALLY?



ROGUE'S fist hits
like a sonic boom.

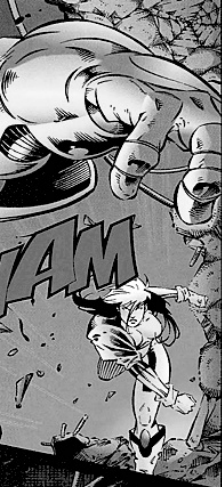


Sandwiched between the gale
force of *QUICKSILVER* and
the lightning fury unleashed
by *STORM*, the Fedayeen are
quickly conquered.



Prelate *UNUS*,
however...

...has his own
plan of attack.



In fact, the only thing that saves the hurtling soldier from the depths of the Pacific Ocean —



— is the sudden backstop provided by the shapechanging MORPH.



PLASTIC GUN, MAGNETO... FILLED WITH NON-FERROUS SHELLS.

ONE TWITCH, AND YOU'RE A FOOT SHORTER.

YOU HEARD ME. CALL YOUR X-MEN OFF — OR BE A MARTYR.

I WIN EITHER WAY.





C'MON
MAKE A
CH-
CHOICE!

I'M NOT
Kuh-
KIDDING...

WH-WHAT - P
Cuh-Cuh-CAN'T
M-MOVE -

F-F-
FREEZING -

THE BIG
MAN'S GOT
TO FIND
BETTER
ENFORCERS.

--Nuh--
NO!

Nooooo

KKK

KKK

KKK

THESE
GUYS GO TO
PIECES
TOO EASY.

I CAN'T
BELIEVE YOU
LET HIM GET
THE DROP ON
YOU.

I WAS IN
NO DANGER,
ICEMAN. PIETRO
WOULD HAVE
INTERCEPTED
HIS BULLETS WITH
EASE.

HOW
ABOUT LOSING
THIS DEATH WISH
ATTITUDE?
WE WON.
CELEBRATE.

SHOULD
I?



ONCE MORE,
THE X-MEN STAND
VICTORIOUS...

... ATOP THE
ASHES OF THOSE
WHO HAVE PAID
THE ULTIMATE PRICE
FOR GENETIC
INTOLERANCE.

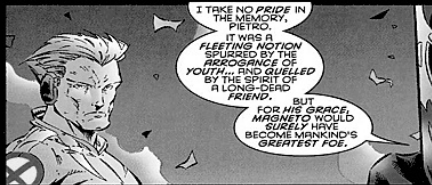
THE SOLDIERS
OF APOCALYPSE
JACKBOOT EVER
FORWARD...

... WITH
EACH STEP,
CRUSHING ANY
HOPE THAT HUMANS
AND MUTANTS MIGHT
SOMEDAY EXIST IN
HARMONY.



TO THINK
THAT I, TOO,
ONCE BELIEVED
IN MUTANT
RULE...

YOU, FATHER?
I... I CANNOT
IMAGINE...



I TAKE NO PRIDE IN
THE MEMORY,
PIETRO.

IT WAS A
FLEETING NOTION
SPURRED BY THE
ARROGANCE OF
YOUTH... AND QUELLED
BY THE SPIRIT OF
A LONG-DEAD
FRIEND.

BUT
FOR HIS GRACE,
MAGNETO WOULD
SURELY HAVE
BECOME MANKIND'S
GREATEST FOE.



HIS NAME WAS
CHARLES
XAVIER...

... AND
HE WAS THE
GREATEST MAN
I HAVE EVER
KNOWN.



XAVIER HAD
A DREAM... A
VISION OF RACIAL
UNITY.

WITH HIS
DYING BREATH,
HE ENTRUSTED THE
DELIVERANCE OF
HIS DREAM TO
ME.

TWENTY
YEARS LATER, I
IMAGINE HIM LOOKING
DOWN FROM THE HEAVENS
AT WHAT HIS WORLD
HAS BECOME...



...AND
WONDERING WHY
I HAVE FAILED HIS
TRUST SO MISERABLY.

SIR? SORRY TO
INTERRUPT, BUT CREED
IS QUESTIONING THE
STRANGER...

...AND
IT ISN'T
GOING
WELL.

THEN
TAKE ME
TO HIM.

COME,
PIETRO.





WE MUST
KNOW IF WE HAVE
STUMBLER ACROSS
AN ALLY... OR AN
ENEMY.

HIS
NAME,
CREED... IS IT
ONE WE'VE
HEARD?

I'LL
LET YA
KNOW ONCE
I CARVE IT
OUTTA
HIM.



WHOEVER
HE IS -

- HE
AIN'T
TALKIN'!

And for
good
reason.



For nearly two
decades, he's
had nothing to
say...

YOU...

Until the
moment he
locks eyes with
ERIK MAGNUS
LEHNSHERR.



YOU...

MURDERER!



YOUR
FAULT!

ALL
OF IT!

WHAT...



LEGION!

WARPED
TIME!

KILLED
XAVIER!

LET
HIM
DIE!

NOT
OUR
WORLD!

ALL
TWISTED!



THAT'S A
MAGNETIC
TRICK?

HOW'D
YOU DO
THAT?

BY
SLOWING
THE BLOOD-
FLOW OF IRON
TO HIS
BRAIN.

WHAT
WAS HE
BABBLIN'
ABOUT?

WE
WILL LEARN
IN TIME.

BRING
HIM.



YOUR...

YOUR
FAULT!

YOU
SEEM
AGITATED,
STRANGER.

UNNIN'
SLEEP.



DO
YOU KNOW
HIM?

OF
COURSE
NOT.

I
THOUGHT
YA
RECOGNIZED
HIM...

YOU WERE
MISTAKEN.
TO THE
COMPOUND.
NOW.



"MISTAKEN",
MY FRIEND.

YOU
HEARD
HIM.

LET'S
GO.

THAT
WILL BE
QUITE
ENOUGH,
MISTER
DUKES.

YOU'RE
HULLUURTING
MEEEE!

NO
PAIN,
NO
GAIN.

CHANG

KRUMPP

SKALL

UNKK

AS
PARADOXICAL AS IT
MAY SOUND, SOMEWHERE
IN THAT ABOMINOUS FORM
OF YOURS THERE HAS TO BE
SOME POTENTIAL FOR...
WELL, GROWTH.

MY TASK
IS TO GENETICALLY
AMPLIFY THE POWERS OF HOMO
SUPERIORS DEEMED UNFIT FOR
THE CAUSE... AND I DO
LOVE MY WORK.

CERTAINLY, I'M WELL
COMPENSATED FOR
MY LABORS. BUT
JUST BETWEEN YOU
AND ME... I'D
DO THIS FOR
FREE.

STOP
FIDGETING,
MISTER
DUKES.

WHATEVER I DO
TO YOU, IT CAN ONLY
BE AN IMPROVEMENT! AT
THE MOMENT, YOU'RE
NOTHING BUT A -

BUTCHERRE!

Oh,
my.

WAKKS

NOOO
MORRRE
HULLURT!







THANKS
FOR THE
SAVE, OLD
MAN!

I ALWAYS SAID SCOTT
SUMMERS WAS THERE
WHEN YOU NEEDED --

CAN IT,
MCCOY!

WHAT IN
SIN'S NAME
DO YOU THINK
YOU'RE DOING?
YOU WERE
ORDERED TO
SHUT THIS
LAB DOWN!
THE KELLY
PACT THAT
APOCALYPSE
HAS BROUGHT
BEFORE THE
HUMANS
SPECIFICALLY
HALTS
GENETIC
EXPERIMENT-
TATION!

OUR RELATIONSHIP
WITH THE HUMANS
IS STRAINED
ENOUGH...

... WITHOUT A TWISTED SOUL
LIKE YOU CRIPPLING
NEGOTIATIONS OF
PEACE!

YOU KNOW... PERHAPS
APOCALYPSE WOULD LIKE TO HEAR
ABOUT YOUR LITTLE INFRACTION...

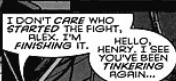
WHOA! PARDON ME, QUISLING,
BUT EVEN HERE, AWAY FROM
THE PENG, I'M THE HEAD OF
SECURITY! I MAKE REPORTS
IF THEY NEED TO BE
MADE--

-- AND I TAKE MY
RESPONSIBILITIES
SERIOUSLY!

NOT LIKE
SOME PAMPERED
BRATS WHO BREEZE
IN FROM THE PENG
JUST TO THROW
THEIR WEIGHT
AROUND.

AND IF I HADN'T COME,
LITTLE BROTHER? WHAT
THEN?

I COULD HAVE
HANDLED IT, YOU
INSUFFERABLE--





SCOTT
AND ALEX
SUMMERS — THE
BROTHERS
GRIM...



... I HAD
SO HOPED YOU
MIGHT SOMEDAY
FOLLOW IN MY
FOOTSTEPS.

SCOTT...
I HAVE
TO GO
AWAY...



SIR, NO! IF
IT'S SOMETHING
I'VE DONE — !

NOT
EVERYTHING
IS ABOUT
YOU, SCOTT.



I DON'T
UNDERSTAND.
HOW COULD YOU
CREATE A HELL? WHAT
DO YOU MEAN BY
"THE END"? WHOSE
MADNESS — ?

AH,
SCOTT...
I HAVE
SHELTERED
YOU TOO
LONG.

I HAVE
PROTECTED
YOU FOR
REASONS
YOU CANNOT
GUESS.





NO.

A MADNESS
HAS SEIZED ONE
OF OUR OWN...
A DEMENTIA THAT
I FEAR MAY LEAD
TO ARMAGEDDON.

COULD
THAT HAPPEN?
ARE THINGS REALLY
THAT EXPLOSIVE
BETWEEN US AND
THE HUMANS?

LISTEN
TO ME.

WE ARE
LOOKING AT THE
END OF THE WORLD...
AND WORK. IT IS
LOOKING BACK AT
US, GIVING US TIME
ONLY TO COUNT
REGRETS.

YOU SEE
BEFORE YOU
MINE, I ALONE
HAVE SPENT A
DOZEN LIFETIMES
CREATING HELL
ON EARTH, AND
NOW...

... NOW
I'LL NEVER
BE ABLE TO
ENJOY
IT.



AND NOW YOU MUST
SEEK KNOWLEDGE...
FOR THE FIRST TIME...
ON YOUR OWN.

FAREWELL...
SON.

With one exchange, Scott
Summers' mind becomes
a whirl of confusion.

Until now,
he thought
he had all
the answers.

He has a new path to
contemplate...but his
reverie is broken by
the roar of—

SENTINELS.

Now he realizes
he didn't even
know the
questions.





A
TOAST —

— TO THE
MECHANICAL
ARM OF THE HUMAN
RESISTANCE —

AND THE
SHORTNESS OF
ITS REACH!

HOW
DOES HE
HIDE US
FROM THE
SENTINELS?

CUT A
DEAL WITH
THE HUMAN
COUNCIL?

GENETIC
SCRAMBLERS?

FORCE-
FIELD?

WHAT DOES IT MATTER —
SO LONG AS THE
FRIENDS OF WARREN
WORTHINGTON
ENJOY THEIR
SANCTUARY?

DRINK
UP!

TONIGHT,
MUTANTS AND
HUMANS Alike
ARE GUESTS
OF THE
ANGEL!



TONIGHT ...
YOU ARE IN
HEAVEN!

DANCE IN
THE CLOUDS!
DANCE TO THE
SONGS —



— OF
Scarlett!

THANK
YOU...
THANK
YOU.

THIS
NUMBER'S
FOR SOMEONE
SPECIAL... HE'S
NOT HERE
TONIGHT...

... BUT
HE'S ALWAYS
IN MY
HEART.

CLAP
CLAP CLAP
CLAP



ANGEL?

SHE'S
BEAUTIFUL,
ISN'T SHE?
KARMA?

IN A
HUMAN
SORT OF
WAY.

YOU
HAVE
COMPANY.
IT'S THE
CAJUN.

AT THE
BACK
TABLE?

YES.
COUNT THE
SILVERWARE
BEFORE HE
LEAVES.





HELLO, GAMBIT.

IT'S BEEN A WHILE SINCE THE LOUISIANA CULLING. HOW'VE YOU—

LET'S CUT TO IT, ANGEL. I NEED T' TALK TA MAGNETO.

AND WHAT MAKES YOU THINK I CAN HELP YOU?



B'CAUSE "ANGEL" SPELLED SIDWAYS IS "ANGLE."

IF ANYONE KNOWS HOW T'GET TA 'IM, IT'S YOU.

YOU KNOW Y'R WAY AROUND EVERY'ING AND EVER'ONE, MON AMI.



AND I DON'T DEAL LIGHTLY WITH A GENETIC TERRORIST LIKE MAGNETO.

HOW IMPORTANT IS THIS?



HOW —?!

T'I'NK ABOUT IT!

T'I'NK ABOUT THE WOUNDS I GOTTA OPEN JUST T'LOOK AT THE MAN KNOWIN' WHAT HE TOOK FROM ME!

WOULD I ASK T'GO THROUGH THAT IF IT WASN'T "IMPORTANT", EH?



YOU OWE ME F'R LOUISIANA, WARREN. COME THROUGH.

VERY WELL.

I'LL TELL YOU HOW TO FIND HIM. IN RETURN, YOU'LL PROMISE NEVER TO DARKEN HEAVEN AGAIN.

I DON'T NEED TROUBLE FROM YOU, REMY.



"... YOU NEVER KNOW WHO'S WATCHING."

Westchester County...what's left of it.

Here, shielded by a web of **ELECTROMAGNETIC CLOAKING**, Magneto and his **REBELS** maintain their hidden base.

Over time, a dozen mutants and more have called it home. Some live here...

...some are buried here...

...and one very special child was **BORN** here.

... AND THEN THE HUMAN SAID, "MY! WHAT BIG CLAYS YOU HAVE, GRAMMA!" AND GRAMMA SAID -

OH, MY! HAVE WE AN INTERLUDE YET?

R'LAX, NANNY.

JUST... TAKIN' NOTES. YOU'RE MORE OF A MAMA TO HIM THAN I'LL EVER BE.

IS HE AWAKE?

MAMA!

HE CERTAINLY IS!

LOOK WHO'S COME TO VISIT YOU, MY POPPET!

HELLO, CHARLES.

MAMA COULD EAT YOU UP, SHE'S MISSED YOU SO MUCH...

DADDY?

HE'S COMIN', BABY.



RIGHT
HERE,
SON.

DADDY!

PLAY
WITH
ME?



THERE'S NOTHING I'D
LOVE MORE TONIGHT,
CHARLES, THAN TO
HEAR YOUR SWEET
LAUGHTER.

BUT
FATHER CAN'T
STAY. MOTHER
AND I HAVE...
WORK TO
DO.

LOOK
AT YOU...
SO BRIGHT
AND FULL OF
HOPE.

HOW
WELL YOU
WERE NAMED.



TIME
FOR BED,
CHARLES.

NANNY
WILL TUCK
YOU IN...
AND MOTHER
WILL HELP YOU
WITH YOUR
PRAYERS.

MOTHER?



NOW I
LAY ME
DOWN TO
SLEEP...

... I PRAY
THE LORD
MY SOUL TO
KEEP...



... IF THE MADRI
COME BEFORE
I WAKE...

... I
PRAY TH
LORD MY
SOUL TO
TAKE.

'NIGHT,
MAMA.



HE NEEDS
MY TOUCH,
ERIK.

I
KNOW.

AND
SOMEDAY
WE'LL FIND A WAY
TO MAKE THAT AS
POSSIBLE FOR HIM
AS IT IS FOR ME.
I'VE PROMISED
YOU AS
MUCH.

UNTIL
THEN, BE
STRONG... FOR
ALL OF OUR
SAKES.





Elsewhere...

AMUSING
YOURSELF,
ABYSS?

ALWAYS.

WE HAVE
BEEN SUMMONED.
THE MASTER AWAITS
HIS MOST TRUSTED
SUBJECTS.

WHERE IS
MIKHAIL?

WHO
KNOWS?

HAVING
FUN IN THE SUN.
YOU MIGHT JOIN
HIM, BY THE
WAY.

GET
SOME COLOR
IN THOSE
CHEEKS.

LAY OFF
THE TEN
THOUSAND
SUNBLOCK.

ENOUGH.



DO NOT TAKE
MIKHAIL'S SNUB
LIGHTLY,
BROTHER.

AS THE FOURTH OF
FATHER'S HORSEMEN --
AS CARETAKER
OF A QUARTER OF
APOCALYPSE'S
SOVEREIGN
NATION --

MIKHAIL HAS A
RESPONSIBILITY
MOST... GRAVE.

HE
WILL SURELY
BE PUNISHED
FOR HIS
ABSENCE.

HOLOCAUST:
TRUANT OFFICER
OF THE DAMNED.

YOU KNOW,
YOU REALLY TAKE
THESE LITTLE ASSEMBLIES
TOO SERIOUSLY.



UNTRUE.

FATHER?

"HI
MONEY.
I'M
HOME!"

He has a voice that
the thunder would
envy...

...and a presence
that would snap the
gods to attention...
had they the courage
to approach him.

He is **APOCALYPSE**,
ruler of America...

...and soon...
the world.

THERE
WILL BE TIME
LATER TO... DEAL WITH
MIKHAIL'S LAPSE IN
JUDGEMENT.

WE
WILL FIND HIM...
AS WE SIFT THROUGH
THE ASHES OF THE
EARTH.





THEN
THE MOMENT
HAS TRULY
COME.

THE
FORCES
OF THE
BROTHERHOOD
ARE INDEED
IN PLACE FOR
A FINAL STRIKE,
SINISTER.

AS WE
PURGED THE
COUNTRY,
SO NOW DO WE
CLEANSE
THE GLOBE.

LISTEN
CLOSELY... AND
HEAR THE TOLL OF
DOOM AS IT CHIMES
FOR HUMANS
WORLDWIDE.

HEAR
THE FLATSCANS
CRY FOR A DREAM
STOLEN AS THEY
DROP THEIR
GUARD...

... TO
COODLE
FALSE
PROMISES
OF HOPE
AND EMPTY
TREATIES
OF PEACE.



"KELLY PACT" INDEED.
SO OFTEN DO I RELY
ON THE NAIVETE OF
HUMANS...

... AND SO
RARELY AM I
DISAPPOINTED.



YOU
REALIZE, MY
LIEGE, THAT
ONCE
BEGUN...

... A
GENETIC
CIVIL WAR
MAY CLAIM
BOTH SIDES,
HUMAN AND
MUTANT.

HAVE
YOU INSTEAD
CONSIDERED...



MY ONLY
CONSIDERATION
IN THIS SPLIT
SECOND IS YOUR
SUDDENLY
WAVERING
ALLEGIANCE,
GOOD
ESSEX.

YOU WOULD
DARE QUESTION
THE CULMINATION
OF TWENTY YEARS'
PLANNING?

DOES IT
MATTER?

WHAT
CARE I FOR
THE FATE OF
THE
MASSES?

WHETHER FOUR OR
FOUR BILLION
FALL IN THE
DAYS AND
WEEKS TO
COME...

... THE
STRONGEST -
AND THE
FITTEST - WILL
SURVIVE.

AND THEY
WILL FORM THE
ARMY OF
TOMORROW.

GIVE IT NO
MORE THOUGHT,
MY LORD, AS I
HAVE FOR A
CENTURY AND MORE,
I SERVE YOU WITHOUT
HESITATION OR
DOUBT.

I MERELY
WONDER IF THE
MUTANTS WILL LIVE
THROUGH YOUR
ARMAGEDDON.



AS
YOU SAY,
FATHER.

IT WILL
BE MOST...
INTERESTING TO
SEE WHO AMONG
US IS TRULY
WORTHY OF
EVOLUTION.

CERTAINLY,
THERE WILL BE
CASUALTIES MOST
UNEXPECTED.

WOULDN'T
YOU AGREE,
SINISTER?

HEREIN
LIES THE
HEART OF OUR
STRATEGY,
FATHER.

AS MOST
OF HUMANITY
HAS CONGREGATED
THROUGHOUT
EUROPE, IT IS
THERE WE
MUST...

Sinister is less
than attentive
to Holocaust's
briefing.

Regardless of Armageddon's
outcome, he knows too well
that Apocalypse's plans will strip
him of his own secret agenda.

In silence, Sinister
ponders his plans
and schemes...

...and the risks he
has taken by feeding
crucial information...

...to the two agents who even now pick their way through the ruins of LONDON TOWN.

SO HOW DO YOU PLAN TO FIND THE HIGH COUNCIL?

I DON'T.

...TA FIND US!

I'M COUNTIN' ON THEIR RUNNERS USIN' THEIR LI'L GENE-SCANNERS...

AND PROUD OF IT, BOYO.

DID YOU CUT HIM?

NOT YET. WON'T HAVE TO...

...PROVIDED HE TAKES US TO HIS LEADER.

PRONTO.

MUUUTRAANTS!

SNICK!
YEEAARCH!



The hands of time
have stopped inside
BIG BEN.

The Human High Council will do
anything to turn back those
hands and regain control...

...even give the benefit
of the doubt to those
HOMO SUPERIORS
who claim to fight
against Apocalypse.

H'LO,
MOIRA. BEEN
A LONG
TIME.

NAE
LONG ENOUGH,
LOGAN.

JEAN, MEET
MOIRA TRASK.
SHE 'N' HER
HUSBAND **BOLIVAR**
MAKE UP THE
SPITEFUL TWO O' THE COUNCIL.

CHARMIN' AS
EVER, I SEE
Y'VE BROUGHT THE DATA
RODS FROM
SINISTER?

HERE THEY ARE.
REMEMBER,
THOUGH —

— THE
DEAL WAS
THAT JERNIE
AND I GET
FULL ACCESS
TO WHATEVER'S
ENCODED ON
'EM.

CALL IT A
COURIER'S
FEE.

DON'T GET
CUTE,
LOGAN.

IF THIS
BE THE
INFORMATION
WE SUSPECT
IT IS...

... IT WILL NAE
MATTER WHO
HAS IT IN THE
END.

I'M T'HELP BRIAN AND EMMA
VERIFY THIS DATA. YOU
WAIT. MAKE Y'RSELVES
COMFORTABLE.

BUT
NOT
TOO...



Westchester...

HOW WISE IS THIS? HOW DESPERATE AN ACT?

YOU WOULD RISK YOUR OWN WIFE'S SANITY TO GLEAN INSIGHT FROM A MADMAN?

HARDLY, PIETRO.

ADMITTEDLY, ROGUE'S TOUCH WILL LEAVE HER OVERCOME BY THE STRANGER'S MEMORIES. SHE HAS NO CONTROL OVER HER ABSORPTION POWER.

BUT I DO.

BY EXTENDING THE BIOMAGNETIC SHIELD THAT PROTECTS ME FROM ROGUE'S MUTANT ABILITY, I HOPE TO BUFFER HER CONTACT WITH THE STRANGER.

SABRE-TOOTH?

IF HE WHACKS OUT WHILE ROGUE'S DOIN' HER THING, GOT HIM.

NOT HIS WORDS, CREED.

CLOSE ENOUGH.

...and all HELL breaks loose!

ALICE!

HOLY -- !
WHAT'S HAPPENIN' !!

SOME SORT OF COUNTERFORCE - EMANATING FROM THE STRANGER. I'VE NEVER SEEN ANYTHING LIKE IT!



So warily does Magneto eye the unconscious stranger that he takes no notice of the figure cloaked in shadow...

...the one whose breath freezes as Rogue makes tentative contact...

True enough. In fact, no one has.

No one... in this reality.





For as the psychic
backlash washes over
MAGNETO —

— the shards of a
life unrealized dance
before his eyes.

In a span of time razor-thin, he
is engulfed by the memories of
a world only the stranger knows.



A world in which
Charles Xavier
lived to lead the
X-Men into a
brighter today...

...and **MAGNETO** — no longer
responsible for Xavier's
aspirations — chose a much
darker path into tomorrow.

A world that
might have
been.

A world that,
perhaps,
should have —



Suddenly, the shadowed figure explodes onto the scene —

— ripping ROGUE away from the stranger so swiftly —

— that even QUICKSILVER is caught off guard!

FATHER!

ARE YOU ALL RIGHT? WHAT DID THIS SCUR DOTO YOU?

I OPENED... HIS EYES...
... SHOWED HIM... THE TRUTH...

THE ONLY TRUTH IN THIS ROOM IS THAT YOU ARE A LUNATIC. ISN'T THAT RIGHT, FATHER?

FATHER?

RUH... REMYP? WHAT... HOW...?

— BREATH...? —

RELAX, CHERE, TAKE A DEEP —



YOU
TOO, CAJUN.
AND ENJOY
IT.

IT'LL
BE YER
LAST.

LISTEN TO
YOU! HOW YOU
BE PUTTIN' GERE
AT BOKK LIKE
DAT?



STOP IT --
BOTH OF
YOU.

CREED, PUT
GAMBIT DOWN.
HE'S HERE BECAUSE
MY FATHER
SUMMONED
HIM!

THE
SINS OF THE PAST ARE
FORGOTTEN -- FOR NOW.



I GOT DE WORD
FROM DE GRAPEVINE
DAT YOU WAS
LOOKIN' F'R ME.

GOOD T'SEE
YOU HUNG
ONTA CREED,
MAGNUS.

LOOK
LIKE HE
STILL STRANG
AS AN OX...
AND HALF AS
SMART.

OH, THAT'S RICH. KEEP
POKIN', GUMBO. I'M
DYIN' T'POKE
BACK.

LEAVE HIM BE, CREED.
I HAVE NEED OF
GAMBIT'S SKILLS.

KURT!
TO MY
SIDE!







ERIK,
STOP.

DON'T
PUT ME OFF
'CAUSE SOME
CRAZY MEN'S
THROWIN'
MONSENSE
AROUND.

YOU
PROMISED
ME *NOTHIN'*
WOULD EVER
COME BETWEEN
US AGAIN.

NOTHIN'.

AND
I'M *HOLDIN'*
YA TO THAT
PROMISE, ERIK -
TILL THE DAY
WE DIE.

DON'T GO
CHASIN' SOME
PSYCHO VISION.
NOT NOW. WE'RE
COUNTIN' ON YOU
T'LEAD US AGAINST
APOCALYPSE.

OR DO
Y' WANT
YOUR SON
GROWIN' UP
IN HIS
WORLD?

SON...?

WHAT'S
TH' MATTER,
CAJUN?

THEY
FORGET TO
INVITE YA
T' THE BABY
SHOWER?

OF
COURSE
NOT. I
KNOW...

...PERHAPS
NOW MORE
THAN
EVER...

... THAT HE
AND HIS KIND
SHOULD *NEVER*
HAVE COME
INTO POWER.

NO
MATTER WHAT
TOMORROW
BRINGS... NO
MATTER WHAT
CHOICE MUST
BE MADE...

... I
WILL NOT
BETRAY
CHARLES'
TRUST.

THIS I
SWEAR.

DON'T LET
US *DOWN*,
ERIK.

YOU'RE
ALL THE
HOPE WE
HAVE...

Elsewhere...

NO.

NOOOOOO!

THUNDER

I
HAVE NO TIME
TO WASTE ON
DISTRACTIONS.

SINISTER'S
DISAPPEARANCE
DISTURBS
ME.

HE'S NOWHERE
TO BE FOUND,
FATHER... BUT YOU
NEED NOT WORRY
ABOUT HIM.

I HAVE
ALREADY SENT
OPERATIVES
TO TRACK THE
TURNCOAT
DOWN.

EXCELLENT.
THOSE ALL WHO
WOULD BETRAY
ME WILL BE
ACCOUNTED
FOR.

ABSOLUTELY,
FATHER.

ABSOLUTELY...



EVERYONE'S
IN THE COURTYARD,
ERIK, PETER 'N' KITTY...
GAMBIT 'N' ALL THE
REST...

... THEY'RE
AWAITIN' YOUR
WORD.

THEY
STILL THINK
OF ME AS THEIR
LEADER?

THEY
NEVER STOPPED...
EVEN THOUGH THEY
CAN'T HELP BUT WHISPER
'N' WONDER ABOUT
THE STRANGER'S
CURSES.

HE
CALLED YOU
A CRIMINAL... A
MURDERER. BUT IT'S
NOT TRUE. I DON'T
CARE WHAT WAS
IN HIS HEAD.

HIS
MEMORIES,
THEN... YOU
SAW THEM,
TOO.

MEMORIES
OF A WORLD
SO UNLIKE THIS
ONE... WHERE
THE X-MEN AND
I, WHERE YOU AND
I...

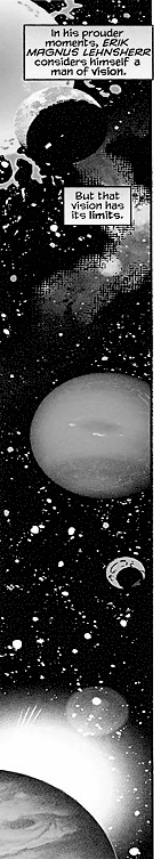
THEY
WEREN'T
REAL,
ERIK.

WHATEVER
WE SAW... IT
WAS JUST A
DREAM.

...
THAT
IT WAS, A
HAUNTINGLY
FAMILIAR
ONE.
BUT NOT
MINE...

... AND NOT THE
STRANGER'S.

COME.
WE HAVE
MUCH TO
DO...



In his prouder moments, *ERIK MAGNUS LEHNSHERR* considers himself a man of vision.

But that vision has its limits.

Though he believes he is aware of all the forces which threaten his world...he is wrong.

For even as he plans his battles and wars, he is unaware of a new force...

...one spun from a far distant galaxy.

One that splinters the very stars it swallows as it makes its way...

...fatefully and inexorably...

...toward **EARTH.**

